SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM D NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D,



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Name of Offering (check if this is an amendment and name has changed, and indicate change.) Euro Shares and US \$ Shares Section 4(6) Filing Under (Check box(es) that apply): Rule 504 Rule 505 ✓ Rule 506 ULOE New Filing Type of Filing: ☐ Amendment A. BASIC IDENTIFICATION DATA 1. Enter the information requested about the issuer check if this is an amendment and name has changed, and indicate change.) Name of Issuer Odey Treasury Fund (Number and Street, City, State, Zip Code) Address of Executive Offices Telephone Number (Including Area Code) P. O. Box 309, George Town, Cayman Islands, BWI (345) 949-8066 Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) (If different from Executive Offices) Brief Description of Business Private investment company DEC 0.4 2003 A company incorporated Type of Business Organization with limited liability under orporation limited partnership, already formed other (please specify): Cayman Islands law limited partnership, to be formed business trust Month Year Actual or Estimated Date of Incorporation or Organization: Actual Estimated 0 8 3 Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: Ν CN for Canada; FN for other foreign jurisdiction)

SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S. (77d(6)).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities ar Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on whic it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must t photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes therethe information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be file with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULO and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1972 (6/02)



2. Enter	the information req	uested for the follo	owing:			
□ Ea	ach promoter of the	issuer, if the issue	r has been organized within th	e past five years;		
□ Ea	ach beneficial owne	r having the power	r to vote or dispose, or direct t	he vote or disposition of, 10%	% or more of a class of	of equity securities of the issue
☐ Ea	ach executive office	er and director of c	orporate issuers and of corpor	ate general and managing par	tners of partnership i	ssuers; and
□ Ea	ach general and man	naging partner of p	artnership issuers.			
	ex(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name	e (Last name first, i	f individual)				
	sset Managemen					
			treet, City, State, Zip Code)	,,		
12 Uppe	er Grosvenor Stre	et, London W1K	2ND, England			
Check Bo	x(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	☑ Director	General and/or Managing Partner
Full Name	e (Last name first, i	f individual)				
Ennis, F	rank					
Business	or Residence Addre	ess (Number and S	treet, City, State, Zip Code)			
P. O. Bo	ox 309, George T	own, Cayman Isla	ands, BWI			
Check Bo	x(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	✓ Director	General and/or Managing Partner
Full Name	e (Last name first, i	f individual)				
Guyett,	Brian					
			treet, City, State, Zip Code)			
	ox 309, George To					
	x(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name	e (Last name first, i	f individual)				
Batten,						
		•	reet, City, State, Zip Code)			
P. O. Bo	ox 309, George To	own, Cayman Isla	ands, BWI			
Check Bo	x(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name	e (Last name first, i	f individual)				
Helm, D	avid				·	· · · · · · · · · · · · · · · · · · ·
Business of	or Residence Addre	ess (Number and St	reet, City, State, Zip Code)			
P. O. Bo	x 309, George To	own, Cayman Isla	ands, BWI			
Check Box	x(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
	(Last name first, i	f individual)				
Fletcher		Ol	mant City State Zin Code			
		,	reet, City, State, Zip Code)			
	x 309, George To		· · · · · · · · · · · · · · · · · · ·			
	x(es) that Apply:	☐ Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
	(Last name first, i	f individual)				
Odey, C		·				
		•	reet, City, State, Zip Code)			
P.O.Bo	x 309, George To	own, Cayman Isla	inds, BWI			

2. Enter the information re	quested for the foll	owing:			
Each promoter of th	e issuer, if the issue	r has been organized within th	ne past five years;		
Each beneficial own	er having the powe	r to vote or dispose, or direct	the vote or disposition of, 10%	% or more of a class	of equity securities of the issue
☐ Each executive office	er and director of c	orporate issuers and of corpor	rate general and managing par	tners of partnership	issuers; and
Each general and ma	anaging partner of p	partnership issuers.			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)	411			
Hendry, Hugh					
Business or Residence Adda	ress (Number and S	treet, City, State, Zip Code)			
P. O. Box 309, George	Town, Cayman Isl	ands, BWI	 		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
Macaskie, Patrick					
Business or Residence Adda	•	•			
P. O. Box 309, George 1	Town, Cayman Isl	ands, BWI	· · · · · · · · · · · · · · · · · · ·		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
Griffiths, Alex					
Business or Residence Addr					
P. O. Box 309, George 1					
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, Al-chalabi, Feras	if individual)				
Business or Residence Addr	ess (Number and S	treet, City, State, Zip Code)			
P. O. Box 309, George 1	own, Cayman Isla	ands, BWI			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
Latham, Mark					
Business or Residence Addr	ess (Number and S	treet, City, State, Zip Code)			
P. O. Box 309, George T	own, Cayman Isla	ands, BWI	· 		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, Sandler, Andrew	if individual)				
Business or Residence Addr	ess (Number and St	reet, City, State, Zip Code)	<u> </u>	······	
P. O. Box 309, George T	own, Cayman Isla	ands, BWI			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
King, Andrew					
Business or Residence Addr	ess (Number and St	reet, City, State, Zip Code)			
P. O. Box 309, George T	own, Cayman Isla	ands, BWI			

2. Enter the information re	quested for the foll	owing:			
☐ Each promoter of the	e issuer, if the issue	er has been organized within th	ne past five years;		
Each beneficial own	er having the powe	r to vote or dispose, or direct	the vote or disposition of, 10%	% or more of a class	of equity securities of the issue
☐ Each executive office	er and director of c	orporate issuers and of corpor	rate general and managing par	tners of partnership	issuers; and
☐ Each general and ma	inaging partner of p	partnership issuers.			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
Sanders, Claire	01 1 10	1 C'. C Z'. C. 1.)			
Business or Residence Addr P. O. Box 309, George 7	,	· · · · · · · · · · · · · · · · · · ·		•	
	Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	Managing Partner
Full Name (Last name first,	if individual)				
Arengo-Jones, Tim					
Business or Residence Addr		-			
P. O. Box 309, George T			Executive Officer	☐ Director	General and/or
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer		Managing Partner
Full Name (Last name first,	if individual)				
Business or Residence Addr	ess (Number and S	treet, City, State, Zip Code)			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
Business or Residence Addr	ess (Number and S	treet, City, State, Zip Code)		*/ *****	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
Business or Residence Addre	ess (Number and S	treet, City, State, Zip Code)	Andrew Communication Communica	14	
Check Box(es) that Apply;	Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first,	if individual)				
Business or Residence Addre	ess (Number and S	treet, City, State, Zip Code)		·	
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Business or Residence Addre	ess (Number and St	reet, City, State, Zip Code)			
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	(0300)	and all of copy and also du	and or	J.100000m J)	

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	Yes	NO I
Answer also in Appendix, Column 2, if filing under ULOE.		
 2. What is the minimum investment that will be accepted from any individual? *\$100,000 for US \$ Shares and €100,000 for Euro Shares 3. Does the offering permit joint ownership of a single unit? 	\$ 100,0 Yes	No
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.	V	
Full Name (Last name first, if individual)		
Issuer may engage NASD member broker-dealers to offer the securities.		
Business or Residence Address (Number and Street, City, State, Zip Code)		
		*
Name of Associated Broker or Dealer		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers		
] All S	tates
[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [H [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MI] <		[ID] [MO] [PA] [PR]
Full Name (Last name first, if individual)	<u>بــا ـــــــ</u>	[FK]
run Panie (Last name 111st, ii murviduai)		
Business or Residence Address (Number and Street, City, State, Zip Code)		
Name of Associated Broker or Dealer		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers		
(Check "All States" or check individual States)] All S	tates
[AL][AK][AZ][AR][CA][CO][CT][DE][DC][FL][GA][HI [IL][IN][LA][KS][KY][LA][ME][MD][MA][MI][MI][MN][MS [MT][NE][NV][NH][NJ][NM][NY][NC][ND][OH][OK][OF [RI][SC][SD][TN][TX][UT][VT][VA][WA][WV][WI][WS]		[ID] [MO] [PA] [PR]
Full Name (Last name first, if individual)		
Business or Residence Address (Number and Street, City, State, Zip Code)		
Name of Associated Broker or Dealer		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers		
(Check "All States" or check individual States)	All St	ates
	i) 🔲	[ID] [MO] [PA]
] [RI] \square [SC] \square [SD] \square [TN] \square [TX] \square [UT] \square [VT] \square [VA] \square [WA] \square [WV] \square [WI] \square [WS	<u> </u>	[PR]

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the col-		
umns below the amounts of the securities offered for exchange and already exchanged. Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$	\$
Equity	\$ 1,000,000,000*	\$ 0
Convertible Securities (including warrants)	\$	\$
Partnership Interests	\$	\$
Other (Specify)	\$	\$
Total	\$ 1,000,000,000*	\$ <u>0</u>
Answer also in Appendix, Column 4, if filing under ULOE.		
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number	Aggregate Dollar Amount
	Investors	of Purchases
Accredited Investors	0	\$ 0
Non-accredited Investors		\$
Total (for filings under Rule 504 only)		\$
Answer also in Appendix, Column 4, if filing under ULOE.		
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.		
Type of Offering	Type of Security	Dollar Amount Sold
Rule 505		\$
Regulation A		\$
Rule 504		\$
Total		\$
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
Transfer Agent's Fees	🗖	\$
Printing and Engraving Costs	🗹	\$ 1,000
Legal Fees	!	\$ 8,500
Accounting Fees		\$
Engineering Fees		\$
Sales Commissions (specify finders' fees separately)		\$ **
Other Expenses (identify)	<u></u>	
Total		\$ 9,500

⁴ of 8

 ^{*} Estimated for purposes of Form D. There is no set maximum offering amount.
 ** Up to a 5% sales commission may be paid to NASD member broker-dealers.

	Question 1 and total expenses furnished in resp	e offering price given in response to Part C - conse to Part C - Question 4.a. This difference is the				\$ 999,990,500
5.	for each of the purposes shown. If the amoun	s proceeds to the issuer used or proposed to be used at for any purpose is not known, furnish an estimate. The total of the payments listed must equal the presponse to Part C - Question 4.b above.				
				Payment to Officers, Directors, & Affiliates		Payments to Others
	Salaries and fees			\$		\$
	Purchase of real estate			\$ -		\$
	Purchase, rental or leasing and installation of m	achinery and equipment		\$		\$
	Construction or leasing of plant buildings and fa	acilities		\$		\$
	Acquisition of other businesses (including the v			œ.	_	
	•	ities of another issuer pursuant to a merger)		3		3
			느	\$		\$
	• •			\$		\$
	Other (specify): Investments in securities	and financial instruments	Ц	\$	الا	\$ 999,990,500
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				\$		\$ 999,990,500
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		D. FEDERAL SIGNATURE			. 34	
or		y the undersigned duly authorized person. If this not the U.S. Securities and Exchange Commission, upon it to paragraph (b)(2) of Rule 502.				
	uer (Print or Type)	Signature	Da	te /		
00	dey Treasury Fund	mt Lo		2/1/07		
Vai	ne of Signer (Print or Type)	Title of Signer (Print or Type)				
Вг	ian Guyett	Director				

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)